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自然美
natural beauty

Natural Beauty Bio-Technology Limited
自然美生物科技有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 00157)

**APPOINTMENT AND RESIGNATION OF
INDEPENDENT NON-EXECUTIVE DIRECTORS,
REDESIGNATION OF DIRECTOR,
AND
CHANGES IN COMPOSITION OF AUDIT COMMITTEE,
REMUNERATION COMMITTEE, EXECUTIVE COMMITTEE,
AND VICE CHAIRMEN**

- Appointment of Mr. Francis Goutenmacher, Ms. Su-Mei Thompson, Mr. Chen Ruey-Long and Mr. Yang Tze-Kaing as the Independent Non-Executive Directors
- Resignation of Mr. Yeh Liang Fei, Mrs. Chen Shieh Shu Chen and Mr. Chen Ching as the Independent Non-Executive Directors
- Redesignation of Dr. Su Chien-Cheng as non-executive director
- Changes in composition of audit committee
- Changes in composition of remuneration committee
- Changes in composition of executive committee
- Changes in vice chairmen

The above changes are all effective from 1 February 2010

The board (the “Board”) of directors (the “Directors”) of Natural Beauty Bio-Technology Limited (the “Company”) is pleased to announce the following, all of which will take effect from 1 February 2010:

- the appointment of Mr. Francis Goutenmacher (“Mr. Goutenmacher”), Ms. Su-Mei Thompson (“Ms. Thompson”), Mr. Chen Ruey-Long (“Mr. Chen”) and Mr. Yang Tze-Kaing (“Mr. Yang”) as the Independent Non-Executive Directors;
- the redesignation of Dr. Su Chien-Cheng as non-executive director; and
- the changes in composition of the audit committee, remuneration committee, executive committee and vice chairmen.

Mr. Yeh Liang Fei, Mrs. Chen Shieh Shu Chen and Mr. Chen Ching will resign as the Independent Non-Executive Directors and will cease to be the members of the audit committee and remuneration committee of the Company, all of which will take effect from 1 February 2010.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Francis Goutenmacher

Mr. Goutenmacher, aged 68, had worked closely with some of the most prestigious names in the business, including Cartier, Van Cleef & Arpels, Piaget, Vacheron Constantin, Alfred Dunhill and Jaeger-LeCoultre, etc. He had also been the Managing Director of Cartier France, the CEO of Piaget International, and the President of The Hong Kong Watch Importers’ Association from 2004 to 2006. Mr. Goutenmacher was also the former CEO of Richemont Asia Pacific, one of the world’s leading luxury groups and in 2006, retired from Richemont and established Gouten Consulting Limited to help luxury brands with their marketing and strategic development of their luxury brands in the challenging and rapidly emerging market of Asia-Pacific. Mr. Goutenmacher is currently an independent non-executive director of I.T Limited, whose shares are listed on the Stock Exchange of Hong Kong Limited. He is also a director of Gouten Consulting Limited, an advisor to several local luxury groups, and sits on the board of directors of several non-listed companies.

Ms. Su-Mei Thompson

Ms. Thompson, aged 43, obtained her Master of Business Administration (Dean’s List) degree from IMD of Lausanne, Switzerland in 2001, a BCL (1st class) degree from Oxford University, England in 1989 and a BA (Law) degree from Cambridge University, England in 1987 and is a UK qualified solicitor. Ms. Thompson is currently the Executive Director of The Women’s Foundation, a leading Non-Government Organisation promoting the advancement of women in Hong Kong. Previously, she held senior regional management positions at Walt Disney Television Asia-Pacific where she was Regional Director of Legal & Business Affairs, the Financial Times where she served as Managing Director for Asia and a member of the FT’s Global Management Board, and Christie’s where she was Senior Vice-President, Strategic Business Development for Asia. She started her career as a corporate finance lawyer at Linklaters and served in the firm’s London, Paris and Hong Kong offices. Ms. Thompson is currently on the Board of Save The Children Hong Kong and is a Corporate Member of The Cheltenham Ladies College in the United Kingdom.

Mr. Chen Ruey-Long

Mr. Chen, aged 61, obtained his Bachelor degree of Economic from National Chung-Hsing University in 1970. He was the Minister of the Ministry of Economic Affairs of Taiwan from 2006 to 2008. Prior to that, he held various positions and represented the Ministry of Economic Affairs of Taiwan in various countries and was based in Switzerland from 1987 to 1996 and in Belgium from 1974 to 1979. Mr. Chen was the Board Chairman of the Institute for Information Industry in Taiwan from 2008 to 2009, and he is currently the Board Chairman of SINOCON Industrial Standards Foundation in Taiwan, the Board Chairman of Teknowledge Development Corp. and an independent director of Bank of Panhsin in Taiwan.

Mr. Yang Tze-Kaing

Mr. Yang, aged 55, obtained his Master of Business Administration degree from University of Illinois at Urbana-Champaign, USA in 1982 and his PhD in Strategic Management from National Chengchi University of Taiwan in 1987. He is currently a professor of the Department of Business Administration in National Chengchi University, the Chairman of Yangtze Associates, the President of Huiyang Private Equity Fund Co., Ltd., the Supervisor of ASUSTeK Computer Inc., a director of Taiwan Stock Exchange Corporation and RITEK Corporation, an independent director of AU Optronics Corporation, and ASROCK Incorporation. Mr. Yang was also the Deputy Minister of the Ministry of Finance of Taiwan, the Managing Director and Acting Chairman of Bank of Taiwan, the President of China Development Industrial Bank of Taiwan and an associate professor in National Chengchi University and National Chiao Tung University.

As at the date of this announcement, each of Mr. Goutenmacher, Ms. Thompson, Mr. Chen and Mr. Yang has entered into a service contract with the Company for a term of three years commencing from 1 February 2010. Each director is entitled to a director fee of HK\$240,000 per annum and a quota of free products of the Company and its subsidiaries at staff discount prices of up to HK\$30,000 per annum.

Save as disclosed in this announcement, each of Mr. Goutenmacher, Ms. Thompson, Mr. Chen and Mr. Yang has not held any other directorships in any public company listed in Hong Kong or overseas in the last three years.

Save as disclosed in this announcement, none of Mr. Goutenmacher, Ms. Thompson, Mr. Chen and Mr. Yang have any relationship with any directors, senior management or substantial or controlling shareholders of the Company, nor have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as at the date of this announcement.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Yeh Liang Fei, Mrs. Chen Shieh Shu Chen and Mr. Chen Ching will resign as Independent Non-Executive Directors of the Company with effect from 1 February 2010 due to their personal commitments. Each of Mr. Yeh Liang Fei, Mrs. Chen Shieh Shu Chen and Mr. Chen Ching has confirmed that he/she has no disagreement with the Board and there are no other matters relating to his/her resignation that need to be brought to the attention of the shareholders of the Company.

REDESIGNATION OF DIRECTOR

Dr. Su Chien-Cheng redesignated as a non-executive director

Dr. Su Chien-Cheng, an executive director of the Company, will be redesignated as a non-executive director of the Company with effect from 1 February 2010. Dr. Su Chien-Cheng, aged 38, is the son of Dr. Tsai Yen-Yu and Mr. Lee Ming-Ta (who are the chairlady and an executive director of the Company, respectively), and the elder brother of Dr. Su Sh-Hsyu, who is a non-executive director of the Company. Dr. Su Chien-Cheng graduated from the University of Westminster with a master degree of business administration and obtained his PhD in the Shanghai University of Finance and Economics of the PRC. He joined the Group in 1999 and had been a director since 29 June 2001 and was re-designated as an executive director of the Company since 28 October 2005.

Dr. Su Chien-Cheng's re-designation as a non-executive director of the Company is for his remaining term as a director with the Company pursuant to the director's service contract between Dr. Su Chien-Cheng and the Company for a term of three years from 11 March 2008 for an initial annual remuneration of HK\$600,000 (subject to an annual increment at the discretion of the Board of not more than 10 per cent. of the annual remuneration immediately prior to such increase) plus management bonus as may be recommended by the remuneration committee of the Company. As at the date of this announcement, the Company has not entered into any new director's service contract with Dr. Su Chien-Cheng.

Dr. Su Chien-Cheng is a director and substantial shareholder of Next Focus Holdings Limited, which owns 50 per cent. of the equity interest in Starsign International Limited. Starsign International Limited in turn wholly-owns Standard Cosmos Limited, which directly and indirectly, owns approximately 65.63 per cent. of the equity interest in the Company. Dr. Su Chien-Cheng is deemed to be a substantial shareholder of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, Dr. Su Chien-Cheng has not held any directorship in any public company listed in Hong Kong or overseas in the last three years.

CHANGES IN COMPOSITION OF AUDIT COMMITTEE, REMUNERATION COMMITTEE, EXECUTIVE COMMITTEE AND VICE CHAIRMEN

The Board approved the following changes in the composition of the audit committee, remuneration committee, executive committee and vice chairmen of the Company upon the above appointment and resignation of the Independent Non-Executive Directors, all with effect from 1 February 2010:

- (i) the cessation of Dr. Su Sh-Hsyu, Mr. Yeh Liang Fei, Mrs. Chen Shieh Shu Chen and Mr. Chen Ching, and the appointment of Dr. Su Chien-Cheng, Mr. Goutenmacher, Ms. Thompson, Mr. Chen and Mr. Yang as the members of the audit committee of the Company;

- (ii) the cessation of Dr. Su Chien-Cheng, Mr. Yeh Liang Fei, Mrs. Chen Shieh Shu Chen and Mr. Chen Ching, and the appointment of Dr. Tsai Yen-Yu, Dr. Su Sh-Hsyu, Mr. Gregory Michael Zeluck, Mr. Chen and Ms. Thompson as the members of the remuneration committee of the Company;
- (iii) the cessation of Dr. Su Chien-Cheng and the appointment of Dr. Tsai Yen-Yu, Mr. Goutenmacher and Mr. Yang as members of the executive committee of the Company; and
- (iv) the cessation of Mr. Gregory Michael Zeluck and the appointment of Mr. Patrick Thomas Siewert as the vice chairman of the Company.

Upon the above changes becoming effective on 1 February 2010, the compositions of the audit committee, the remuneration committee and the executive committee of the Company as well as the vice chairmen of the Company are set out below:

Name of Director	Director Type	Audit Committee	Remuneration Committee	Executive Committee	Vice Chairmen
TSAI Yen-Yu	ED		Y	Y	
LEE Ming-Ta	ED				Y
SU Chien-Cheng	NED	Y			
SU Sh-Hsyu	NED		Y	Y	
Patrick Thomas SIEWERT	NED		Y	Y	Y
Gregory Michael ZELUCK	NED		Y	Y	
FENG Janine Junyuan	NED				
NG Shieu Yeing Christina	NED	Y			
Francis GOUTENMACHER	INED	Y		Y	
Su-Mei THOMPSON	INED	Y	Y		
CHEN Ruey-Long	INED	Y	Y		
YANG Tze-Kaing	INED	Y		Y	

ED: Executive Director

NED: Non-Executive Director

INED: Independent Non-Executive Director

Save as disclosed above, the Board is not aware of any other matters which need to be brought to the attention of the shareholders of the Company relating to the appointment and resignation of Independent Non-Executive Directors, the redesignation of director, the change in composition of the audit committee, remuneration committee, executive committee and vice chairmen, and would like to take this opportunity to express its warm welcome to Mr. Goutenmacher, Ms. Thompson, Mr. Chen and Mr. Yang, and to express its sincere gratitude to Mr. Yeh Liang Fei, Mrs. Chen Shieh Shu Chen and Mr. Chen Ching for their dedication and valuable contribution to the Company during their tenure of office.

By Order of the Board
Natural Beauty Bio-Technology Limited
Dr. Tsai Yen-Yu
Chairperson

Hong Kong, 29 January 2010

As at the date of this announcement, the board of the Company comprises Dr. Tsai Yen-Yu, Mr. Lee Ming-Ta and Dr. Su Chien-Cheng as executive directors, Dr. Su Sh-Hsyu, Mr. Gregory Michael Zeluck, Mr. Patrick Thomas Siewert, Ms. Christina Shieu-Yeing Ng and Ms. Janine Junyuan Feng as non-executive directors and Mr. Yeh Liang Fei, Mrs. Chen Shieh Shu Chen and Mr. Chen Ching as independent non-executive directors.